

EXHIBIT A



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October 19, 2015

VIA E-MAIL

Lisa H. Rubin
Gibson, Dunn & Crutcher LLP
200 Park Avenue
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Daniel H. Golden
Akin Gump Strauss Hauer & Feld LLP
One Bryant Park
New York, New York 10036

**RE: In re Motors Liquidation Company, et al.
Case No. 09-50026 (REG)**

Dear Lisa and Danny:

I write on behalf of Co-Lead and Designated Counsel for the Economic Loss Claims asserted in MDL 2543, to you as counsel for Wilmington Trust Company in its capacity as trust administrator and trustee of the Motors Liquidation Company GUC Trust (the “**GUC Trust**”) and certain holders of beneficial units of the GUC Trust, respectively, with respect to the *Ignition Switch Plaintiffs’ and Non-Ignition Switch Plaintiffs’ Request for Stay Pending Appeal* [ECF No. 13246].

As I previously informed you, the Plaintiffs intend to seek reconsideration of the *Decision and Order on Request for Stay* [ECF No. 13501] (the “**Stay Decision**”) or an appeal. The basis for relief is the Bankruptcy Court’s failure to consider the Plaintiffs’ proposal that any GUC Trust distribution to unitholders be made subject to an undertaking by unitholders to return the distribution if the Plaintiffs are successful on appeal of the equitable mootness determination in the June 1, 2015 *Judgment* [ECF No. 13177].

The purpose of this letter is to inquire whether your clients are willing to resolve this litigation by agreement whereby Plaintiffs would not oppose the GUC Trust distribution or seek reversal/modification of the Stay Decision on the condition that an undertaking by Unitholders as set forth above is agreed to. The Plaintiffs would be willing to limit the interest rate on the undertaking to the average rate of return on the GUC Trust’s current Permissible Investments (*i.e.*, 0.12% per annum). Moreover, while Plaintiffs believe that such an undertaking by all unitholders could be effectuated under the GUC Trust’s governing documents and existing clearing services, the Plaintiffs may be willing to resolve this dispute via an undertaking solely from those unitholders previously identified to us by you.

Lisa H. Rubin and Daniel H. Golden
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We appreciate your prompt response no later than 5:00 p.m. (EST) on October 20, 2015.

Very truly yours,



Edward S. Weisfelner

cc: Steve Berman
Elizabeth Cabraser
Sandy Esserman
Deborah Newman
Matt Williams
Keith Martorana